

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF TEXAS

Case number (if known)

Chapter 11☐ Check if this an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Hometown Buffet, Inc.</u>	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names	<u>DBA HomeTown Buffet</u> <u>DBA Soup 'N Salad Unlimited</u> <u>DBA Old Country Buffet</u>	
3. Debtor's federal Employer Identification Number (EIN)	<u>33-0463002</u>	
4. Debtor's address	Principal place of business <u>120 Chula Vista Drive</u> <u>Hollywood Park, TX 78232</u> Number, Street, City, State & ZIP Code <u>Bexar</u> County	Mailing address, if different from principal place of business _____ P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	_____	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership <input type="checkbox"/> Other. Specify: _____	

Debtor **Hometown Buffet, Inc.**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53AB))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))

☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.naics.com/search/>.

8. Under which chapter of the Bankruptcy Code is the Debtor filing? Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operation, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☐ No.
- ☒ Yes.

If more than 2 cases, attach a separate list.

District	<u>Delaware</u>	When	<u>1/18/12</u>	Case number	<u>12-10240-MFW</u>
District		When		Case number	

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No.
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<u>See Attachment</u>	Relationship to you	
District		When	Case number, if known

Debtor Hometown Buffet, Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?** _____

Number, Street, City, State & ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☐ 1-49☐ 50-99☒ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor Hometown Buffet, Inc.
Name

Case number (if known) _____

Request for Relief, Declaration, and Signature

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 3/7/16
MM/DD/YYYY

X

Signature of authorized representative of debtor

Title Vice PresidentPeter Donbavand

Printed name

18. Signature of attorney

X

Signature of attorney for debtor

Date 3/7/2016
MM/DD/YYYYDavid W. Parham
Printed nameAkerman LLP
Firm name2001 Ross Avenue
Suite 2550
Dallas, TX 75201
Number, Street, City, State & ZIP CodeContact phone 214-720-4300Email address david.parham@akerman.com15459500

Bar number and State

Debtor Hometown Buffet, Inc.
Name

Case number (if known) _____

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF TEXASCase number (if known) _____ Chapter 11☐ Check if this an amended filing**FORM 201. VOLUNTARY PETITION**
Pending Bankruptcy Cases Attachment

Debtor	<u>Buffets, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____
Debtor	<u>Fire Mountain Restaurants, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____
Debtor	<u>OCB Purchasing Co.</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____
Debtor	<u>OCB Restaurant Company, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____
Debtor	<u>Ryan's Restaurant Group, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____
Debtor	<u>Tahoe Joe's Inc.</u>	Relationship to you	<u>Affiliate</u>
District	<u>Western District of Texas</u> When _____	Case number, if known	_____

**RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS OF
HOMETOWN BUFFET, INC.**

The undersigned, being all of the directors of HOMETOWN BUFFET, INC., an Minnesota corporation (the "Company"), pursuant to applicable provisions of the Minnesota Business Corporation Act and the Company's articles of incorporation and bylaws, hereby adopts the following resolutions, and such resolutions have not been amended or rescinded and are now in full force and effect:

RESOLVED, that in the judgment of the Board of Directors of the Company it is desirable and in the best interests of the Company, its creditors, its stockholders and other interested parties, that a petition be filed by the Company in the United States Bankruptcy Court for the Western District of Texas in San Antonio (the "Bankruptcy Court") seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), in which the authority to operate as a debtor-in-possession will be sought, and the filing of such petition is authorized hereby; and it is further

RESOLVED, that each of Lawrence Farrell Harris, Jr. (as Chairman of the Board), Allen Jackie Jones (as President and Chief Executive Officer), Jason Richard Kemp (as Executive Vice President, Secretary and Treasurer), Brian Michael Padilla (as Vice President), Robert Amaro (as Vice President – Accounting) and/or Peter Donbavand (as Vice President – Real Estate and Business Development), and Bill Patterson (as Chief Restructuring Officer) be appointed by the Board of Directors of the Company as an authorized signatory (each, an "Authorized Signatory") in connection with the chapter 11 case authorized herein (the "Case"); and it is further

RESOLVED, that each Authorized Signatory and each officer of the Company, together with any other person or persons hereafter designated by the Board of Directors of the Company, or any one of such persons (each, individually, an "Authorized Officer," and, individually and collectively, the "Authorized Officers") be, and each of them hereby is, authorized, empowered and directed, on behalf of the Company, to execute and verify a petition in the name of the Company under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the Bankruptcy Court to commence the Case in such form and at such time as the Authorized Officer executing said

petition on behalf of the Company shall determine; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, directed and empowered, on behalf of an in the name of the Company, to execute and/or file, or cause to be executed and/or filed (or to direct others to do so on their behalf as provided herein), all necessary documents including, but not limited to, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all other action, that they or any of them deem necessary, proper or desirable in connection with the Case contemplated hereby, with a view to the successful prosecution of such case; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Company, to take or cause to be taken, from time to time, any and all such further action and to execute and deliver, or cause to be executed and delivered, all such further agreements, documents, certificates and undertakings including, but not limited to, amendments to the documents contemplated hereby following the effectiveness thereof, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate or advisable, to effectuate the purpose and intent of the foregoing resolutions; and it is further

RESOLVED, that the Company as debtor and debtor-in-possession under chapter 11 of the Bankruptcy code be, and it hereby is, authorized to enter into a debtor-in-possession financing facility and in connection therewith, to grant any guarantees, pledges, mortgages, and other security instruments containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by any Authorized Officer to obtain such debtor-in-possession financing for the Company or its subsidiaries and affiliates; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered to execute, deliver, and perform for and on behalf of the Company, as debtor and debtor-in-possession, any

documents, agreements, guaranties, instruments, financing statements, undertakings and certificates necessary or appropriate to facilitate the transactions contemplated by the foregoing resolution including, but not limited to, any credit agreement, promissory note, letter of credit application, or other document evidencing the obligations of the Company under the debtor-in-possession financing, and any modifications or supplements thereto, all such materials to be in the form approved by such Authorized Officers, the execution and delivery thereof to be conclusive evidence of such approval; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered for and it the name and on behalf of the Company to amend, supplement or otherwise modify from time to time the terms of any documents, certificates instruments, agreements or other writings referred to in the foregoing resolutions; and it is further

RESOLVED, that the law firm of Akerman, LLP, 2001 Ross Avenue, Suite 2550, Dallas, Texas 75201 be, and hereby are, employed under a general retainer as attorneys for the Company and the other affiliated debtor entities in the Case; and it is further

RESOLVED, that Bridgepoint Consulting, LLC, 6300 Bridgepoint Parkway Building One, Suite 575, Austin, Texas 78730 be, and hereby is, engaged under a general retainer as financial advisor for the Company and the other affiliated debtor entities in the Case; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Company to retain such other professionals as they deem appropriate during the course of the Case; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, in the name and on behalf of the Company, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the

purpose and intent of any and all of the foregoing resolutions; and it is further

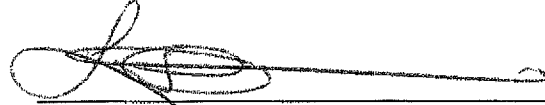
RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code, or in connection with the Case, or any matter related thereto, including in connection with the debtor-in-possession financing, be, and they hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is further

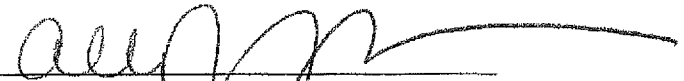
RESOLVED, that this consent may be signed in any number of counterparts, each of which, taken together, shall constitute one and the same consent and that, once signed, this consent shall be filed with the corporate records of the Company.

IN WITNESS WHEREOF, the undersigned has duly executed these Resolutions on this 7 day of March, 2016.


[Signature page follows]

DIRECTORS



Lawrence Farrell Harris, Jr.

Allen Jackie Jones

Jason Richard Kemp

Brian Michael Padilla

[Signature Page – Hometown Buffet, Inc. Consent]

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re:	§	Chapter 11
	§	
HOMETOWN BUFFET, INC.,	§	Case No. 16-_____
	§	
Debtor.	§	(Joint Administration Pending)

CORPORATE OWNERSHIP STATEMENT

Hometown Buffet, Inc. (the "Debtor"), pursuant to Rule 1007(a)(1), Federal Rules of Bankruptcy Procedure, hereby files its Corporate Ownership Statement and states that Buffets, LLC owns 100% of the Debtor's common stock.

Dated: March 7, 2016

AKERMAN LLP

/s/ David W. Parham

David W. Parham, SBN: 15459500

John E. Mitchell, SBN: 00797095

2001 Ross Avenue, Suite 2550

Dallas, TX 75201

Telephone: (214) 720-4300

Facsimile: (214) 981-9339

david.parham@akerman.com

john.mitchell@akerman.com

- and -

Andrea Hartley (*Pro Hac Vice* Pending)

Florida Bar No. 864234

Esther A. McKean (*Pro Hac Vice* Pending)

Florida Bar No. 28124

Amy M. Leitch (*Pro Hac Vice* Pending)

Florida Bar No. 90112

Three Brickell City Centre

98 Southeast Seventh Street

Miami, FL 33131

Telephone: (305) 374-5600

Facsimile: (305) 374-5095

andrea.hartley@akerman.com

esther.mckean@akerman.com

amy.leitch@akerman.com

PROPOSED COUNSEL FOR DEBTORS AND
DEBTORS-IN-POSSESSION

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

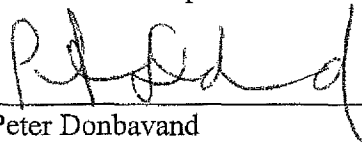
In re:	§	Chapter 11
HOMETOWN BUFFET, INC.,	§	
	§	Case No. 16-_____
	§	
Debtors.	§	(Joint Administration Pending)

LIST OF EQUITY INTEREST HOLDERS FOR HOMETOWN BUFFET, INC.

I, Peter Donbavand, Vice President for Hometown Buffet, Inc., a Minnesota corporation, declare under penalty of perjury that I have read the List attached hereto as Exhibit "A" and that it is true and correct to the best of my knowledge, information and belief.

Dated: March 7, 2016

Hometown Buffet, Inc.
a Minnesota corporation



Peter Donbavand
Vice President

EXHIBIT A

<i>Equity Holder</i>	<i>Address</i>	<i>Kind of Interests</i>	<i>Percentage Interest</i>
Buffets, LLC	120 Chula Vista Hollywood Park, TX 78232	common stock	100%

Fill in this information to identify the case:Debtor name Buffets, LLCUnited States Bankruptcy Court for the: Western District of Texas
(State)

Case number (if known): _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30¹ Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts; bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Christopher Gage and Heather Gage Kyle Long & Robert Pahlke Robert Pahlke Law Group 2425 Circle Drive, Suite 200 Scottsbluff, NE 69363	Ian Sandefer Fuller, Sandefer & Associates 242 South Grant Street Casper, WY 82601 Fax: 307.265.2859		X			\$ 11,371,472.50
2	Van Eerden Distribution Co P. O. Box 3110 Grand Rapids, MI 49501-3110	Van Eerden Distribution Co. c/o its Registered Agent, Tracy Christian 650 Ionia Ave SW Grand Rapids, MI 49503 Phone: (616) 475-0900 Fax : (616) 475-0990					\$ 2,992,508.22
3	California State Tax Collector 1010 10th St. PO Box 859 Modesto, CA 95353						\$ 2,751,261.00

¹ Debtors contemporaneously filed Debtors' Emergency Motion for Entry of an Order (I) Authorizing the Debtors to File a Consolidated List of the 30 Largest Unsecured Creditors, (II) Authorizing the Debtors to Redact Certain Personal Identification Information for Individual Creditors, and (III) Approving the Form and Manner of Notifying Creditors of the Commencement of the Chapter 11 Cases and Other Information.

Debtor Buffets, LLC
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
4	Pocono Profoods P. O. Box 669 Stroudsburg, PA 18360	Pocono Profoods c/o Pocono Produce Co., Inc. Rt. 191 & Chipperfield Dr. Stroudsburg, PA 18360 Pocono Profoods c/o Pocono Produce Co., Inc. Attn.: Terrence B. Snyder, its President Rt. 191 & Chipperfield Dr. Stroudsburg, PA 18360 Phone: 570-421-4990 Fax: 570-424-5790					\$ 2,048,563.76
5	Saladino's Inc. P. O. Box 12266 Fresno, CA 93777-2266	Saladino's Inc. c/o its Registered Agent, Craig Saladino 3325 W. Figarden Dr. Fresno, CA 93711 Phone: 559-271-3700 Fax: 559-271-3701 Saladino's Inc. 4397 N. Golden State Blvd. Fresno, CA 93722					\$ 1,906,498.10
6	Oracle 500 Oracle Parkway Redwood Shores, CA 94065	Kyle M. Zipes, Esq. 500 Oracle Parkway 50p764 Redwood Shores, CA 94065 Phone: (650) 506-0237 Email: kyle.zipes@oracle.com Oracle Corporation c/o its Registered Agent, Corporation Services Company 2710 Gateway Oaks Dr., Ste. 150N Sacramento, CA 95833		X			\$ 1,737,175.80
7	General Mills #1 General Mills Blvd. Minneapolis, MN 55426	Jim Vaughan National Accounts Manager General Mills Sales, Inc. #1 General Mills Blvd. Minneapolis, MN 55426 Phone: (763) 420-8766 Email: Jim.Vaughan@genmills.com		X			

Debtor Buffets, LLC
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	Micros 500 Oracle Parkway Redwood Shores, CA 94065	Kyle M. Zipes, Esq. 500 Oracle Parkway 50p764 Redwood Shores, CA 94065 Phone: (650) 506-0237 Email: kyle.zipes@oracle.com		X			\$ 1,511,513.84
9	Bryce King 1099 Duffer Circle North Salt Lake, UT 84054						\$ 1,102,600.00
10	Haag Food Service Inc. P. O. Box 4520 Carol Stream, IL 60197-4520	Haag Food Service Inc. c/o Its Registered Agent, Jack Garcia 300 Haag St. PO Box 348 Breese, IL 62330 Phone: 618-526-7120 Fax: 618-526-2802 Haag Food Service Inc. c/o its President Jack E. Garcia 71 N. 12 th St. Breese, IL 62330					\$ 888,240.50
11	Realty Income Corporation 11995 El Camino Real San Diego, CA 92130 Phone: 800-375-6700	Realty Income Corporation c/o its Registered Agent, Corporation Services Company 2710 Gateway Oaks Dr., Ste. 150N Sacramento, CA 95833					\$ 789,933.58
12	Arc Properties Partnership LP Vereit Suite 1100 2325 East Camelback Road Phoenix, AZ 85016	Arc Properties Partnership LP n/k/a Vereit Operating Partnership, L.P. c/o The Corporation Trust Company Corporation Trust Center 1209 Orange St. Wilmington, DE 19801					\$ 754,560.23

Debtor Buffets, LLC
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
13	Windstream 4001 Rodney Parham Road Little Rock, AR 72212	Ben Kent Windstream Corporation 4001 Rodney Parham Road Little Rock, AR 72212 Fax: (918) 664-6876 Windstream Corporation c/o its Registered Agent, The Corporation Company 124 West Capitol Avenue Suite 1900 Little Rock, AR 72201		X			\$ 776,547.50
14	Berta Martin Del Camp Khorrami Boucher Sumner Sanguinetti, LLC Thirty-Third Floor 444 S. Flower, St. Los Angeles, CA 90071	Sahag Majarian II, Law Offices of Sahag Majarian 18250 Ventura Boulevard Tarzana, CA 91356 Fax: (818) 609-0892		X			\$ 739,690.01
15	Gallagher Basset Services, Inc. CFO The Gallagher Centre 2 Pierce Place Itasca, IL 60143	General Counsel Arther J. Gallagher & Co. The Gallagher Centre 2 Pierce Place Itasca, IL 60143 Fax: 630.285.4000 Gallagher Basset Services, Inc. c/o its Registered Agent, Prentice Hall Corporation 801 Adlai Stevenson Dr. Springfield, IL 62703					\$ 428,639.28
16	SYSCO Food Service P. O. Box 509101 San Diego, CA 92150-9101	SYSCO Food Service 1390 Enclave Parkway Houston, TX 77077 Fax: 858-513-7253 SYSCO Food Service c/o its Registered Agent, Corporation Service Company 2711 Centerville Rd., Suite 400 Wilmington, DE 19808					\$ 420,189.46

Debtor Buffets, LLC
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
17	Cole BU Portfolio II, LLC Vereit Suite 100 2325 East Camelback Road Phoenix, AZ 85016	Cole BU Portfolio II, LLC c/o its Registered Agent, The Corporation Trust Company Corporation Trust Center 1209 Orange St. Wilmington, DE 19801					\$ 378,725.10
18	Spirit Master Funding VII LLC Attn: Portfolio Servicing 16767 N. Perimeter Drive Scottsdale, AZ 85260	Spirit Master Funding VII LLC c/o its Registered Agent, The Corporation Trust Company Corporation Trust Center 1209 Orange St. Wilmington, DE 19801					\$ 377,735.31
19	Food Services of America P. O. Box 3929 Portland, OR 97208	Food Services of America c/o its Registered Agent, CT Corporation System 388 State St., Ste 420 Salem, OR 97301 Food Services of America PO Box 25109 Scottsdale, AZ 85255 Food Services of America 16100 N. 71 st St., Ste 400 Scottsdale, AZ 85254 Fax: 480.927.4299					\$ 301,196.14
20	ADP 5800 Windward Parkway Alpharetta, GA 30005	ADP (Automatic Data Processing, Inc.) Attn.: Legal Dept. One ADP Boulevard Roseland, NJ 07068 ADP (Automatic Data Processing, Inc.) Attn.: Michael Bonarti, General Counsel One ADP Boulevard Roseland, NJ 07068 Phone: (973)974-5692 Email: michael.bonarti@adp.com ADP c/o its Registered Agent, The Corporation Trust Company Corporation Trust Center 1209 Orange St. Wilmington, DE 19801					\$ 261,923.00

Debtor Buffets, LLC
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
21	Illinois State Office of the State Fire Marshal 1035 Stevenson Drive Springfield, IL 62703-4259	Phone: (217) 785-0969 Fax: (217) 782-1062					\$ 237,178.00
22	Missouri State Dept. of Revenue 301 West High St. P. O. Box 155 Jefferson City, MO 65105-0155	Email: dormail@dor.mo.gov					\$ 202,938.48
23	Sunrise Produce 500 Burning Tree Road Fullerton, CA 92833 Fax: 323-582-5222 Email: customerservice@sunriseproductions.com	Loewy Enterprises d/b/a Sunrise Produce c/o Its Registered Agent, Al Avila 8442 Fontana St. Downey, CA 90241					\$ 199,169.02
24	Ohio State Ohio Dept. of Taxation P. O. Box 2476 Columbus, OH 43266-0076	Fax: (614) 387-1847					\$ 179,975.12
25	Pennsylvania State Dept. of Revenue Dept. 280421 Harrisburg, PA 17128-0421						\$ 178,890.73
26	South Carolina State Unclaimed Property Program P. O. Box 11778 Columbia, SC 29211	Fax: (803) 734-2668					\$ 153,152.00
27	New York State Dept. of State 41 State St. Albany, NY 12231						\$ 139,949.64
28	Icee Company 1205 DuPont Ave. Ontario, CA 91761 Phone: 1-800-874-4233 E-Mail: contacticee@icee.com	The Icee Company c/o its Registered Agent, CT Corporation System 818 West Seventh St., Ste. 930 Los Angeles, CA 90017					\$ 137,931.34
29	Minnesota State Secretary of State 60 Empire Dr., Ste. 100 St. Paul, MN 55103	Fax: (651) 297-7067					\$ 134,353.00

Debtor Buffets, LLC
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
30	Alabama State Dept. Revenue Corp. Income Tax P. O. Box 327430 Montgomery, AL 36132-7430	Fax: (334) 353-8046					\$ 125,518.07